

ATTACHMENT 3

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:)	Chapter 11
)	
W.R. GRACE & CO., et al. ¹)	Case No. 01-01139 (JFK)
)	Jointly Administered
Debtors.)	
)	Objection Date:

SEVENTY-SEVENTH MONTHLY APPLICATION OF
BEVERIDGE & DIAMOND, P.C.
FOR COMPENSATION FOR SERVICES RENDERED AND
REIMBURSEMENT OF EXPENSES
AS COUNSEL TO THE DEBTORS FOR THE
PERIOD FROM MARCH 1, 2012 THROUGH MARCH 31, 2012

Name of Applicant:	Beveridge & Diamond, P.C.
Authorized to Provide Professional Services to:	Debtors and Debtors in Possession
Date of Retention:	May 12, 2005
Period for which Compensation and Reimbursement is Sought:	March 1, 2012 through March 31, 2012
Amount of Compensation Sought as Actual, Reasonable and Necessary:	\$75,252.72
Amount of Expense Reimbursement Sought as Actual, Reasonable and Necessary:	\$5,424.17

This is a: XX monthly _____ interim _____ final application.

¹ The Debtors consist of the following 62 entities: W.R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W.R. Grace & Co.-Conn, A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W.R. Grace Capital Corporation, W.R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc.), E&C Liquidating Corp., Emerson & Cunning, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

PRIOR APPLICATIONS FILED:

Date Filed	Period Covered	Requested Fees	Requested Expenses	Approved Fees	Approved Expenses
12/05	10/1/05 – 10/31/05	\$13,486.25	\$ 337.02	\$13,486.25	\$ 337.02
2/06	11/1/05 – 11/30/05	\$46,587.50 ²	\$ 57.62	\$46,587.50 ³	\$ 57.62
2/06	12/1/05 – 12/31/05	\$ 5,726.25 ⁴	\$1,308.41	\$ 5,726.25 ⁵	\$1,308.41
3/06	1/1/06 – 1/31/06	\$11,187.50	\$ 173.56	\$11,187.50	\$ 173.56
4/06	2/1/06 – 2/28/06	\$16,106.25	\$ 156.33	\$16,106.25	\$ 156.33
5/06	3/1/06 – 3/31/06	\$11,377.50	\$ 70.33	\$11,377.50	\$ 70.33
6/06	4/1/06 -- 4/30/06	\$13,693.75	\$ 356.81	\$13,693.75	\$ 356.81
8/06	5/1/06 -- 5/31/06	\$28,261.25	\$ 227.37	\$28,261.25	\$ 227.37
9/13/06	6/1/06 -- 6/30/06	\$10,103.75	\$ 285.26	\$10,103.75	\$ 285.26
9/13/06	7/1/06 -- 7/31/06	\$ 4,307.50	\$ 14.21	\$ 4,307.50	\$ 14.21
9/25/06	8/1/06 -- 8/31/06	\$4,812.50	\$ 131.31	\$4,812.50	\$ 131.31
10/30/06	9/1/06 -- 9/30/06	\$16,988.75	\$ 287.83	\$16,988.75	\$ 287.83
12/1/06	10/1/06 -- 10/31/06	\$19,348.25	\$ 210.02	\$19,348.25	\$ 210.02
1/11/07	11/1/06 - 11/30/06	\$34,281.25	\$ 425.47	\$34,281.25	\$ 425.47
3/7/07	12/1/06 - 12/31/06	\$43,924.00	\$ 338.42	\$43,924.00	\$ 338.42
3/7/07	1/1/07 - 1/31/07	\$51,760.00	\$ 211.32	\$51,760.00	\$ 211.32
6/4/07	2/1/07 - 2/28/07	\$36,245.00	\$ 94.79	\$36,245.00	\$ 94.79
6/4/07	3/1/07 - 3/31/07	\$33,840.00	\$ 480.06	\$33,840.00	\$ 480.06
6/18/07	4/1/07-4/30/07	\$35,377.50	\$ 514.32	\$35,377.50	\$ 514.32
6/18/07	5/1/07 - 5/31/07	\$17,681.25	\$ 389.29	\$17,681.25	\$ 389.29
8/23/07	6/1/07 - 6/30/07	\$22,225.00	\$ 133.35	\$22,225.00	\$ 133.35
10/11/07	7/1/07-7/31/07	\$31,450.00	\$ 248.66	\$31,100.00	\$ 248.66
10/11/07	8/1/07 - 8/31/07	\$30,497.50	\$ 567.93	\$29,875.50	\$ 567.93
10/19/07	9/1/07 - 9/30/07	\$18,575.00	\$ 311.53	\$18,575.00	\$ 311.53
1/2/08	10/1/07 – 10/31/07	\$7,217.50	\$ 791.76	\$7,217.50	\$ 791.76
1/2/08	11/1/07-11/30/07	\$5,200.00	\$ 111.41	\$5,200.00	\$ 111.41
4/29/08	12/1/07-12/31/07	\$8,670.00	\$ 142.43	\$8,670.00	\$ 142.43
4/29/08	1/1/08 – 2/28/08	\$19,480.00	\$ 74.16	\$19,480.00	\$ 74.16
5/5/08	3/1/08-3/31/08	\$6,320.00	\$ 81.38	\$6,320.00	\$ 81.38
6/23/08	4/1/08-4/30/08	\$5,358.00	\$ 54.14	\$5,358.00	\$ 54.14
7/21/08	5/1/08-5/31/08	\$32,068.00	\$ 19.86	\$32,068.00	\$ 19.86
9/3/08	6/1/08 – 6/30/08	\$39,793.00	\$ 1,384.81	\$39,793.00	\$ 1,384.81

² The original Application filed 2/06 requested fees in the amount of \$43,662.50 and Expenses in the amount of \$57.62. Amendment of this application is pending and will correct the amount of the requested fees which should have been \$46,587.50.

³ The original Application filed 2/06 requested fees in the amount of \$43,662.50 and Expenses in the amount of \$57.62. Amendment of this application is pending and will correct the amount of the requested fees which should have been \$46,587.50.

⁴ The original application filed 2/06 requested fees in the amount of \$5,238.75 and Expenses in the amount of \$1,308.41. Amendment of this application is pending and will correct the amount of the requested fees which should have been \$5,726.25.

⁵ The original application filed 2/06 requested fees in the amount of \$5,238.75 and Expenses in the amount of \$1,308.41. Amendment of this application is pending and will correct the amount of the requested fees which should have been \$5,726.25.

Date Filed	Period Covered	Requested Fees	Requested Expenses	Approved Fees	Approved Expenses
9/15/08	7/1/08-7/31/08	\$89,644	\$273.65	\$89,644	\$273.65
11/14/08	8/1/08-8/31/08	\$50,539.50	\$224.70	\$50,539.50	\$224.70
11/14/08	9/1/08 - 9/30/08	3,905.50	\$986.54	3,905.50	\$986.54
2/6/09	10/1/08 - 10/31/08	1,360.00	\$365.78	1,360.00	\$365.78
2/6/09	11/1/08 - 11/30/08	\$920.00	\$524.75	\$920.00	\$524.75
3/24/09	12/1/08 - 12/31/08	\$2,702.50	\$11.37	\$2,702.50	\$11.37
3/30/09	1/1/09 - 1/31/09	\$25,585.00	\$1.40	\$25,585.00	\$1.40
4/21/09	2/1/09 - 2/28/09	\$39,237.00	\$516.80	\$39,237.00	\$516.80
4/30/09	3/1/09 - 3/31/09	\$ 8,128.00	\$ 46.35	\$ 8,128.00	\$ 46.35
7/7/09	4/1/09 - 4/30/09	\$ 80,837.00	\$1,411.58	\$ 80,837.00	\$1,411.58
7/20/09	5/1/09 - 5/31/09	\$ 80,837.00	\$ 1,411.58	\$ 80,837.00	\$ 1,411.58
9/2/09	6/1/09 - 6/30/09	\$38,481.50	\$ 888.98	\$38,481.50	\$ 888.98
9/15/09	7/1/089 - 7/31/09	\$6,972.00	\$ 534.11	\$6,972.00	\$ 534.11
10/1/09	8/1/09 - 8/31/09	\$1,991.50	\$ 5.80	\$1,991.50	\$ 5.80
11/2/09	9/1/09 - 9/30/09	\$ 6,836.00	\$ 53.92	\$ 6,836.00	\$ 53.92
12/9/09	10/1/09 - 10/31/09	\$ 15,246.00	\$ 75.86	\$ 15,246.00	\$ 75.86
1/4/10	11/1/09 - 11/30/09	\$ 14,828.50	\$ 56.80	\$ 14,828.50	\$ 56.80
2/3/10	12/1/09 - 12/31/09	\$ 7,224.00	\$ 84.20	\$ 7,224.00	\$ 84.20
3/31/10	1/1/10 - 1/31/10	\$ 2,778.00	\$ 36.85	\$ 2,778.00	\$ 36.85
3/31/10	2/1/10 - 2/28/10	\$ 4,449.50	\$12.27	\$ 4,449.50	\$12.27
5/17/10	3/1/10 - 3/31,2010	\$ 24,367.50	\$11.00	\$ 24,367.50	\$11.00
7/1/10	4/1/10 - 4/30/10	\$ 10,250.00	\$ 82.97	\$ 10,250.00	\$ 82.97
7/1/10	5/1/10 - 5/31/10	\$ 3,476.00	\$ 23.86	\$ 3,476.00	\$ 23.86
8/16/10	6/1/10 - 6/30/10	\$ 24,234.00	\$ 19.20	\$ 24,234.00	\$ 19.20
8/30/10	7/1/10 - 7/31/10	\$ 20,113.50	\$ 18.28	\$ 20,113.50	\$ 18.28
10/25/10	8/1/10 - 8/31/10	\$2,986.00	\$ 235.07	\$2,986.00	\$ 235.07
11/9/10	9/1/10 - 9/30/10	\$25,288.00	\$ 251.36	\$25,288.00	\$ 251.36
12/17/10	10/1/10 - 10/31/10	\$13,119.50	\$ 352.94	\$13,119.50	\$ 352.94
1/10/11	11/1/10 - 11/30/10	\$ 13,940.00	\$ 50.56	\$ 13,940.00	\$ 50.56
3/3/11	12/1/10 - 12/31/10	\$ 18,381.47	\$ 46.47	\$ 18,381.47	\$ 46.47
4/5/11	1/1/11 - 1/31/11	\$ 4,046.00	\$129.34	\$ 4,046.00	\$129.34
4/5/11	2/1/11 - 2/28/11	\$ 9,082.00	\$ 0.20	\$ 9,082.00	\$ 0.20
5/31/11	3/1/11 - 3/31/11	\$ 5,617.50	\$ 21.36	\$ 5,617.50	\$ 21.36
6/13/11	4/1/11 - 4/30/11	\$ 5,612.00	\$ 96.75	\$ 5,612.00	\$ 96.75
7/8/11	5/1/11 - 5/31/11	\$10,248.00	\$ 16.76	\$10,248.00	\$ 16.76
9/14/11	6/1/11 - 6/30/11	\$ 22,223.50	\$ 20.40	\$ 22,223.50	\$ 20.40
9/14/11	7/1/11 - 7/31/11	\$ 9,342.00	\$ 94.66	\$ 9,342.00	\$ 94.66
9/29/11	8/1/11 - 8/31/11	\$31,785.50	\$268.57	\$31,785.50	\$268.57
11/16/11	9/1/11 - 9/30/11	\$ 8,447.50	\$341.60	\$ 8,447.50	\$341.60
12/1/11	10/1/11 - 10/31/11	\$11,621.00	\$55.64	Pending	Pending
12/27/11	11/1/11 - 11/30/11	\$ 14,634.50	\$ 56.70	Pending	Pending
3/26/12	12/1/11 - 12/31/11	\$82,764.50	\$ 94.75	Pending	Pending
3/26/12	1/1/12 - 1/31/12	\$151,022.60	\$322.03	Pending	Pending
5/24/12	2/1/12 - 2/29/12	\$102,163.92	\$337.47	Pending	Pending

B&D PROFESSIONALS⁶

Name of Professional Individual	Position of the Applicant, Number of years in that Position, Prior Relevant Experience, Year of Obtaining License to Practice, Area of Expertise	Hourly Billing Rate (including changes)	Total Hours Billed	Total Compensation
Pamela D. Marks	Principal; Joined Firm 1997; Member of MD Bar since 1986	\$469.20	84.90	\$39,835.08
Karl S. Bourdeau	Principal; Joined Firm 1980; Member DC bar since 1978	\$657.80	33.90	\$22,299.42
Bina R. Reddy	Associate; Joined Firm 2008; Member of TX Bar since 2009	\$303.60	1.20	\$364.32
Heidi P. Knight	Associate; Joined Firm 2008; Member of MD Bar since 2008	\$303.60	40.90	\$12,417.24
Elizabeth A. Wolk	Paralegal	\$179.40	4.50	\$807.30
Carl Jaworski	Senior Investigator/Analyst	\$257.60	8.00	\$2,060.80
Jayni Lanham	Associate; Joined Firm 2008; Member of MD Bar since 2008	\$303.60	4.30	\$1,305.48
Lindsey Selba	Associate; Joined Firm 2010; Member of MD Bar since 2010	\$257.60	8.80	\$2,266.88
Mark N. Duvall	Principal; Joined Firm 2008; Member of the DC Bar since 1978	\$506.00	7.70	\$3,896.20

Fees: \$85,252.72
 Less Discount on VC Processing bill: (\$10,000.00)
 Total Fees: \$75,252.72
 Total Hours: 194.20
 Blended Rate: \$ 388.00

TASK CODE SUMMARY

Project Category	Total Hours	Total Fees Requested
Litigation and Litigation Consulting	194.20	\$75,252.72

⁶ These amounts are the sum total from all of the invoices attached hereto.

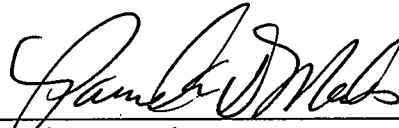
EXPENSE SUMMARY⁷

Expense Category	Service Provider (if applicable) ⁸	Total Expense
Photocopying		\$194.93
Postage		\$4.20
Long Distance Telephone		\$47.67
Local Travel		\$18.00
Out-of-town Travel Expenses	Travel to team/client meetings	\$202.40
Meals	Meals at client/team meeting over several days	\$711.88
Other	Conference room rental; client/team meeting over several days	\$4,245.09

WHEREFORE, Beveridge & Diamond, P.C. respectfully requests that, for the period March 1, 2012 through March 31, 2012, an interim allowance be made to Beveridge & Diamond, P.C. for compensation in the amount of \$75,252.72 and actual and necessary expenses in the amount of \$5,424.17 for a total allowance of \$80,676.89 and payment of \$60,202.17 (80% of the allowed fees) and reimbursement of \$5,424.17 (100% of the allowed expenses) be authorized for a total payment of \$65,626.34 and for such other and further relief as this Court may deem just and proper.

Dated: May 29, 2012

BEVERIDGE & DIAMOND, P.C.



Pamela D. Marks
 201 N. Charles Street, Suite 2210
 Baltimore, MD 21201
 Telephone: 410-230-1315
 Facsimile: 410-230-1389
 Counsel for Debtors and Debtors in Possession

⁷ These amounts are the sum total of the disbursements as shown on all of the invoices attached hereto.

⁸ B&D may use one or more service providers. The service providers identified herein below are the primary service providers for the categories described.

VERIFICATION

Pamela D. Marks, after being duly sworn according to law, deposes and says:

a) I am an attorney with the applicant law firm Beveridge & Diamond, P.C..


b) I am familiar with the legal services rendered by Beveridge & Diamond, P.C. as counsel to the Debtor and am thoroughly familiar with the other work performed on behalf of the Debtor by the lawyers and paraprofessionals of Beveridge & Diamond, P.C.

c) I have reviewed the foregoing Application and the facts set forth therein are true and correct to the best of my knowledge, information and belief. Moreover, I have reviewed the Local Bankruptcy Rules for the District of Delaware, and submit that the Application substantially complies with such rules.



Pamela D. Marks

SWORN AND SUBSCRIBED
before me this 29 day of May, 2012.



Notary Public: Debora R. Melnyk
My Commission Expires: May 27, 2013

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:)	Chapter 11
)	
W.R. GRACE & CO., et al. ¹)	Case No. 01-01139 (JFK)
)	Jointly Administered
Debtors.)	
)	Objection Date:

FEE DETAIL FOR BEVERIDGE & DIAMOND, P.C.'S
MONTHLY FEE APPLICATION FOR THE PERIOD
MARCH 1, 2012 THROUGH MARCH 31, 2012

¹ The Debtors consist of the following 62 entities: W.R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W.R. Grace & Co.-Conn, A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W.R. Grace Capital Corporation, W.R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuning, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

EXHIBIT A

(Curtis Bay FUSRAP Bankruptcy Claim Resolution)

LAW OFFICES
BEVERIDGE & DIAMOND, P.C.
SUITE 2210
201 NORTH CHARLES STREET
BALTIMORE, MD 21201-4150
(410) 230-1300

W. R. Grace & Co. - Conn
Attn: Lydia B. Duff, Esq.
7500 Grace Drive
Columbia, MD 21044

April 20, 2012
Client/Matter # 01246-011548
Invoice # 147521
Federal ID# 52-1247549

For Legal Services Rendered Through 03/31/12 in Connection With:

PLEASE REMIT PAYMENT TO : BEVERIDGE & DIAMOND, P.C.
SUITE 700
1350 I STREET, N.W.
WASHINGTON, D.C. 20005-3311

Curtis Bay FUSRAP Bankruptcy Claim Resolution
100103

03/29/12	P. Marks	L110	0.90	Evaluate NPDES permit issues and coordinate with client re same.
03/30/12	P. Marks	L110	1.30	Conduct research and telephone conference with P. Bucens re NPDES and Critical Area issues.

Total Hours : 2.20
Total Fees : \$1,032.24

BEVERIDGE & DIAMOND, P.C.

INVOICE # 147521

April 20, 2012

PAGE 2

Time Summary :

	Hours Worked	Billed Per Hour	Bill Amount
P. Marks	2.20	\$469.20	\$1,032.24
Total Fees :			\$1,032.24
Total Fees:			\$1,032.24

Summary by Task Codes :

CODE	Hours	Bill Amount
L100		
L110	2.20	\$1,032.24
Total L100	2.20	\$1,032.24
Total Fees :		2.20 \$1,032.24

Summary by Disbursement Codes :

TOTAL DUE :	\$1,032.24
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EXHIBIT B

(IRIS)

**LAW OFFICES
BEVERIDGE & DIAMOND, P.C.
SUITE 2210
201 NORTH CHARLES STREET
BALTIMORE, MD 21201-4150
(410) 230-1300**

W. R. Grace & Co.
Attn: Lydia B. Duff, Esq.
7500 Grace Drive
Columbia, MD 21044

April 20, 2012
Client/Matter # 01246-015172
Invoice # 147525
Federal ID# 52-1247549

For Legal Services Rendered Through 03/31/12 in Connection With:

PLEASE REMIT PAYMENT TO : **BEVERIDGE & DIAMOND, P.C.**
 SUITE 700
 1350 I STREET, N.W.
 WASHINGTON, D.C. 20005-3311

IRIS

03/01/12	K. Bourdeau	C300	3.30	Further review of P. Marks draft summary re major issues; extended conference with P. Marks re same; e-mail communications re issues; conference call with W.R. Grace team re path forward.
03/01/12	P. Marks	C300	5.10	Tasks and telephone conferences with team and K. Bourdeau.
03/02/12	K. Bourdeau	C300	1.00	Numerous e-mail communications re client project.
03/02/12	P. Marks	C300	2.10	Review and evaluate new materials and emails with client re same.
03/02/12	E. Wolk	C300	2.50	Monitoring and support tasks.
03/04/12	P. Marks	C300	0.30	Meeting preparation.
03/05/12	K. Bourdeau	C300	1.00	E-mail communications with team re tasks.
03/05/12	P. Marks	C300	3.80	Prepare for and attend client team meeting.
03/05/12	J. Lanham	C300	0.50	Edit documents.

03/06/12	K. Bourdeau	C300	0.50	Various e-mail communications re various developments and action items.
03/06/12	P. Marks	C300	1.60	Follow-up tasks from meeting and coordinate with K. Bourdeau and team re same and next meeting and research re same.
03/07/12	K. Bourdeau	C300	0.50	Communications re tasks.
03/07/12	P. Marks	C300	2.10	Follow-up re data issues and assessments.
03/07/12	J. Lanham	C300	1.80	Document related activities.
03/08/12	K. Bourdeau	C300	3.00	Conference with P. Marks re status, action items, and preparation for meeting; conduct tasks; conference with P. Marks and consultant re same.
03/08/12	P. Marks	C300	1.90	Prepare agenda, telephone conference with L. Duff re detailed meeting planning and assess issues.
03/08/12	J. Lanham	C300	1.20	Document related activities.
03/09/12	K. Bourdeau	C300	4.50	Participate in Grace team meeting re tasks.
03/09/12	P. Marks	C300	5.90	Conference with team in Washington office re issues.
03/09/12	E. Wolk	C300	1.00	Monitoring and support tasks.
03/10/12	P. Marks	C300	0.20	Coordinate with L. Duff re client briefings.
03/12/12	K. Bourdeau	C300	0.30	Communications with L. Duff and W. Corcoran re action items, path forward.
03/13/12	K. Bourdeau	C300	0.80	Project tasks.
03/13/12	P. Marks	C300	1.40	Telephone conferences with H. Feichko and consultant re information and tasks and follow-up re same.
03/14/12	K. Bourdeau	C300	0.50	E-mail communications re various developments, technical issues.
03/14/12	P. Marks	C300	2.60	Conduct project tasks.
03/15/12	K. Bourdeau	C300	1.80	Project tasks.
03/16/12	E. Wolk	C300	0.50	Monitoring and support tasks.

BEVERIDGE & DIAMOND, P.C.

INVOICE # 147525

April 20, 2012

PAGE 3

03/19/12	K. Bourdeau	C300	0.80	Project tasks; prepare e-mail to P. Marks re same.
03/19/12	P. Marks	C300	3.00	Review drafts, telephone conference with L. Duff re same, follow-up emails and drafting re same and coordinate with J. Lanham re documents.
03/19/12	J. Lanham	C300	0.50	Document management.
03/20/12	K. Bourdeau	C300	2.80	Review and prepare comments on documents.
03/20/12	P. Marks	C300	3.30	Project tasks.
03/21/12	P. Marks	C300	6.20	Project tasks.
03/22/12	K. Bourdeau	C300	1.00	Communications with P. Marks re tasks and review consultant product.
03/22/12	P. Marks	C300	4.60	Strategy telephone conference with L. Duff and team telephone conference re project and associates tasks, and perform project tasks.
03/23/12	K. Bourdeau	C300	1.30	Project tasks.
03/23/12	E. Wolk	C300	0.50	Monitoring and support tasks.
03/26/12	K. Bourdeau	C300	1.50	Project tasks.
03/26/12	P. Marks	C300	2.90	Project tasks.
03/27/12	K. Bourdeau	C300	0.80	Project tasks.
03/27/12	P. Marks	C300	4.20	Project tasks and communications with client team re same.
03/28/12	K. Bourdeau	C300	1.50	Project tasks.
03/28/12	P. Marks	C300	3.20	Project tasks and coordinate with client re same.
03/29/12	K. Bourdeau	C300	2.30	Conference call with Grace team re status, strategy action items; numerous e-mail communications re various issues related to same.
03/29/12	P. Marks	C300	5.40	Project tasks and coordinate with team, conduct team conference call and follow-up tasks.
03/30/12	K. Bourdeau	C300	1.50	Conference with P. Marks re status, strategy, action items; communications re path forward.

03/30/12	P. Marks	C300	1.90	Project tasks.
03/30/12	J. Lanham	C300	0.30	Document management activities.
03/31/12	K. Bourdeau	C300	0.50	E-mail communications re tasks.
03/31/12	P. Marks	C300	0.90	Email exchanges and evaluations re tasks.

Total Hours : 102.60

Total Fees : \$52,008.06

Time Summary :

	Hours Worked	Billed Per Hour	Bill Amount
K. Bourdeau	31.20	\$657.80	\$20,523.36
P. Marks	62.60	\$469.20	\$29,371.92
J. Lanham	4.30	\$303.60	\$1,305.48
E. Wolk	4.50	\$179.40	\$807.30
Total Fees :			\$52,008.06
Total Fees:			\$52,008.06

Summary by Task Codes :

CODE	Hours	Bill Amount
C300	102.60	\$52,008.06
Total	102.60	\$52,008.06
Total Fees :		102.60 \$52,008.06

Summary by Disbursement Codes :

	Bill Amount
E105 Telephone	\$45.87
E109 Local Travel	\$18.00
E110 Out-of-town Travel	\$202.40
E111 Meals	\$390.41
E124 Other	\$4,245.09
Total Disbursements :	\$4,901.77
TOTAL DUE :	\$56,909.83

EXHIBIT C

(Investigation of VC Processing Facilities)

LAW OFFICES
 BEVERIDGE & DIAMOND, P.C.
 SUITE 700
 1350 I STREET, N.W.
 WASHINGTON D.C. 20005-3311
 (202) 789-6000

W. R. Grace & Co.
 Attn: Lydia Duff, Esq.
 7500 Grace Drive
 Columbia, MD 21044

April 30, 2012
 Client/Matter # 01246-014352
 Invoice # 147523
 Federal ID# 52-1247549

For Legal Services Rendered Through 03/31/12 in Connection With:

Investigation of VC Processing Facilities
100045

03/01/12	K. Bourdeau	0.30	Conference with P. Marks re path forward on tasks.
03/01/12	P. Marks	3.20	Prepare for, conduct telephone conference with H. Feichko and L. Duff and follow-up tasks re project, and coordinate with C. Jaworski re tasks for same; telephone conference with K. Bourdeau re same.
03/01/12	C. Jaworski	4.00	Discuss tasks with P. Marks and client in-house counsel; perform tasks re same.
03/02/12	C. Jaworski	4.00	Project tasks; inform P. Marks.
03/05/12	P. Marks	2.70	Prepare for and attend conference with H. Feichko and L. Duff.
03/06/12	P. Marks	0.30	Assess new cases and coordinate with B. Reddy re same.
03/07/12	K. Bourdeau	0.80	Review B. Reddy analysis of new case law; prepare follow-up communication re same.
03/07/12	B. Reddy	1.20	Legal research.
03/08/12	K. Bourdeau	0.30	Conference with P. Marks re tasks.
03/08/12	P. Marks	0.20	Coordinate with B. Reddy re identification of any research gaps.

BEVERIDGE & DIAMOND, P.C.

INVOICE # 147523

April 30, 2012

PAGE 2

03/08/12	H. Knight	3.10	Client project; conference with P. Marks re same.
03/09/12	H. Knight	2.10	Client project.
03/12/12	P. Marks	1.90	Client project.
03/12/12	H. Knight	6.20	Client project; review documents; conferences with P. Marks re same.
03/13/12	P. Marks	1.20	Telephone conference with H. Feichko re coordination of tasks and client direction, and conference with H. Knight re same.
03/13/12	H. Knight	6.90	Client project; review documents.
03/14/12	P. Marks	0.80	Coordinate with H. Knight re tasks.
03/14/12	H. Knight	4.50	Review documents; conference with P. Marks re same.
03/15/12	H. Knight	3.60	Review documents; prepare memorandum.
03/16/12	H. Knight	4.20	Review documents; prepare memorandum.
03/19/12	H. Knight	3.10	Review documents; prepare memorandum; conference and email correspondence with P. Marks re same.
03/21/12	H. Knight	0.80	Prepare binders and index of supplemental documents.
03/23/12	P. Marks	2.80	Prepare updated memorandum.
03/23/12	H. Knight	0.30	Conference with P. Marks re memorandum.
03/28/12	H. Knight	0.20	Email correspondence with P. Marks re memorandum.
03/29/12	P. Marks	0.50	Address technical inquiry from H. Feichko and follow-up emails re same.
03/30/12	P. Marks	0.80	Conference with H. Knight re memorandum and brief telephone conference with H. Feichko re same.
03/30/12	H. Knight	4.60	Prepare memorandum; coordinate with P. Marks re same.
03/31/12	H. Knight	1.30	Prepare memorandum.

BEVERIDGE & DIAMOND, P.C.

INVOICE # 147523

April 30, 2012

PAGE 3

Total Hours : 65.90

Total Fees : \$22,519.76

BEVERIDGE & DIAMOND, P.C.

INVOICE # 147523

April 30, 2012

PAGE 4

Disbursements:

Copying	175.53
Telephone	1.80
Meals	321.47

Total Disbursements :	\$498.80
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Time Summary:

	Hours Worked	Billed Per Hour	Bill Amount
K. Bourdeau	1.40	\$657.80	\$920.92
P. Marks	14.40	\$469.20	\$6,756.48
B. Reddy	1.20	\$303.60	\$364.32
H. Knight	40.90	\$303.60	\$12,417.24
C. Jaworski	8.00	\$257.60	\$2,060.80
Subtotal Fees :			\$22,519.76
Less Adjustment :			(10,000.00)
Total Fees Billed :			\$12,519.76
Total Disbursements :			\$498.80
TOTAL DUE :			\$13,018.56

EXHIBIT D

(Bankruptcy Fee Application)

LAW OFFICES
BEVERIDGE & DIAMOND, P.C.
SUITE 2210
201 NORTH CHARLES STREET
BALTIMORE, MD 21201-4150
(410) 230-1300

W. R. Grace & Co. - Conn
Attn: Lydia B. Duff, Esq.
7500 Grace Drive
Columbia, MD 21044

April 20, 2012
Client/Matter # 01246-012629
Invoice # 147522
Federal ID# 52-1247549

For Legal Services Rendered Through 03/31/12 in Connection With:

PLEASE REMIT PAYMENT TO : BEVERIDGE & DIAMOND, P.C.
SUITE 700
1350 I STREET, N.W.
WASHINGTON, D.C. 20005-3311

Bankruptcy Fee Application
100035

03/16/12 P. Marks L190 0.50 Address billing issues.

Total Hours : 0.50
Total Fees : \$234.60

BEVERIDGE & DIAMOND, P.C.

INVOICE # 147522

April 20, 2012

PAGE 2

Time Summary :

	Hours Worked	Billed Per Hour	Bill Amount
P. Marks	0.50	\$469.20	\$234.60
Total Fees :			\$234.60
Total Fees:			\$234.60

Summary by Task Codes :

CODE	Hours	Bill Amount
L100		
L190	0.50	\$234.60
Total L100	0.50	\$234.60
Total Fees :		0.50 \$234.60

Summary by Disbursement Codes :

	Bill Amount
E101 Copying	\$19.40
E108 Postage	\$4.20
Total Disbursements :	\$23.60
TOTAL DUE :	\$258.20

EXHIBIT E

(Trivalent Chromium)

LAW OFFICES
BEVERIDGE & DIAMOND, P.C.
SUITE 2210
201 NORTH CHARLES STREET
BALTIMORE, MD 21201-4150
(410) 230-1300

W. R. Grace & Co.
Attn: Lydia B. Duff, Esq.
7500 Grace Drive
Columbia, MD 21044

April 20, 2012
Client/Matter # 01246-014988
Invoice # 147524
Federal ID# 52-1247549

For Legal Services Rendered Through 03/31/12 in Connection With:

PLEASE REMIT PAYMENT TO : BEVERIDGE & DIAMOND, P.C.
SUITE 700
1350 I STREET, N.W.
WASHINGTON, D.C. 20005-3311

Trivalent Chromium

03/12/12	P. Marks	C300	2.20	Evaluate and direct L. Selba re preparing petition; telephone conference with E. Hammerberg re procedure re same, and email summaries with L. Duff re same.
03/12/12	L. Selba	C300	4.00	Prepare petition re procedure for trivalent chromium exclusion and application of exclusion to Grace; conference with P. Marks re same; telephone conference with P. Marks and E. Hammerberg re same.
03/13/12	P. Marks	C300	2.10	Evaluate and prepare petition.
03/13/12	L. Selba	C300	2.50	Prepare submittal to Maryland Department of Environment (MDE) re trivalent chromium exclusion; communications with P. Marks re same.
03/14/12	P. Marks	C300	0.90	Preparation of petition and direct L. Selba re same.
03/14/12	L. Selba	C300	2.30	Conference with P. Marks re submittal; prepare submittal per P. Marks comments.

BEVERIDGE & DIAMOND, P.C.

INVOICE # 147522

April 20, 2012

PAGE 2

Time Summary :

	Hours Worked	Billed Per Hour	Bill Amount
P. Marks	0.50	\$469.20	\$234.60
Total Fees :			\$234.60
Total Fees:			\$234.60

Summary by Task Codes :

CODE	Hours	Bill Amount
L100		
L190	0.50	\$234.60
Total L100	0.50	\$234.60
Total Fees :		\$234.60

Summary by Disbursement Codes :

	Bill Amount
E101 Copying	\$19.40
E108 Postage	\$4.20
Total Disbursements :	\$23.60
TOTAL DUE :	\$258.20

EXHIBIT F

(Project Torch)

LAW OFFICES
BEVERIDGE & DIAMOND, P.C.
SUITE 2210
201 NORTH CHARLES STREET
BALTIMORE, MD 21201-4150
(410) 230-1300

W. R. Grace & Co.
Attn: Lydia B. Duff
7500 Grace Drive
Columbia, MD 21044

May 23, 2012
Client/Matter # 01246-015264
Invoice # 148026
Federal ID# 52-1247549

For Legal Services Rendered Through 04/30/12 in Connection With:

PLEASE REMIT PAYMENT TO : BEVERIDGE & DIAMOND, P.C.
SUITE 700
1350 I STREET, N.W.
WASHINGTON, D.C. 20005-3311

Project Torch

03/13/12	K. Bourdeau	C300	0.50	Conference with L. Duff and W. Corcoran re background on project; follow-up with M. Duvall re same.
03/13/12	M. Duvall	C300	2.30	Conference with K. Bourdeau re background on project; research re same.
03/14/12	M. Duvall	C300	2.80	Research re project.
03/15/12	K. Bourdeau	C300	0.80	Conference with M. Duvall re results of research; conference with L. Duff and M. Duvall re same.
03/15/12	M. Duvall	C300	2.60	Prepare for telephone conference with L. Duff; conference with K. Bourdeau re same; telephone conference with L. Duff and K. Bourdeau re results of issue evaluation and research.

Total Hours : 9.00

Total Fees : \$4,751.34

BEVERIDGE & DIAMOND, P.C.

INVOICE # 148026

May 23, 2012

PAGE 2

Time Summary :

	Hours Worked	Billed Per Hour	Bill Amount
K. Bourdeau	1.30	\$657.80	\$855.14
M. Duvall	7.70	\$506.00	\$3,896.20
Total Fees :			\$4,751.34
Total Fees:			\$4,751.34

Summary by Task Codes :

CODE	Hours	Bill Amount
C300	9.00	\$4,751.34
Total	9.00	\$4,751.34
Total Fees :		\$4,751.34

Summary by Disbursement Codes :

TOTAL DUE : \$4,751.34